

EXHIBIT 2

**UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION**

In re:)	Chapter 9
)	
CITY OF DETROIT, MICHIGAN,)	Case No. 13-53846
)	
Debtor.)	Hon. Steven W. Rhodes
)	

**FEE EXAMINER'S FINAL MONTHLY REPORT
REGARDING DENTONS DECEMBER 2013 MONTHLY INVOICE**

Robert M. Fishman, the duly appointed fee examiner (the "Fee Examiner"), presents this Final Monthly Report regarding the December 2013 Monthly Invoice of Dentons US LLP ("Dentons") (the "Invoice") pursuant to paragraph 7 of the Court's Fee Review Order dated September 11, 2013 [Docket No. 810] (the "Fee Review Order");¹

Background

1. Pursuant to the Order Appointing Fee Examiner dated August 19, 2013 [Docket No. 383] (the "Appointment Order"), the Court appointed Robert M. Fishman as the Fee Examiner in connection with the above-captioned bankruptcy case. According to the Appointment Order, it is the Fee Examiner's responsibility to assure the Court, the City, the creditors, and the public that the City's Professional Fee Expenses (as defined in the Appointment Order) are fully disclosed and are reasonable, as required by 11 U.S.C. § 943(b)(3).

2. Pursuant to paragraph 1 of the Fee Review Order, the City and the Committee have identified the following City Professionals and Committee Professionals, whose Professional Fee Expenses are subject to review by the Fee Examiner:

¹ Capitalized terms not otherwise defined herein shall have the meaning assigned in the Fee Review Order.

City Professionals	Committee Professionals
Conway MacKenzie, Inc.	Dentons US LLP/Salans FMC SNR Denton Europe LLP
Ernst & Young LLP	Brooks Wilkins Sharkey & Turco PLLC
Jones Day	Lazard Freres & Co. LLC
Foley & Lardner LLP	Segal Consulting
Kurtzman Carson Consultants LLC	
Miller Buckfire & Co. LLC	
Miller, Canfield, Paddock & Stone, P.L.C.	
Milliman, Inc.	
Pepper Hamilton LLP	
Kilpatrick & Associates, PC	
Dykema Gossett, PLLC	
Ottewess, Allman & Taweel, PLC	

3. Pursuant to paragraph 4 of the Fee Review Order, the Professionals are required to submit monthly invoices to the Fee Examiner within 49 days after the end of each calendar month. Therefore, the December Invoices were due on or before February 19, 2014.

4. The Fee Examiner issued and transmitted a December 2013 Preliminary Report (the “Preliminary Report”) to Dentons on or about April 7, 2014. The Fee Examiner subsequently engaged in Resolution Discussions with Dentons in an effort to resolve the Fee Examiner’s comments and questions regarding the Invoice. Accordingly, pursuant to paragraph 7 of the Fee Review Order, the Fee Examiner submits this Final Monthly Report regarding the Dentons December 2013 Invoice.

Summary of Dentons Invoice

5. Attached to this Final Monthly Report (as Exhibit A) is a copy of the final, redacted Invoice that has been revised based on the Preliminary Report and Resolution Discussions between the Fee Examiner and Dentons.

6. Dentons (Exhibit A)

Initial Voluntary Discounts	-
Original Fee Request	\$1,020,754.25
Additional Voluntary Fee Reduction	\$1,910.00
Final Fee Request	\$1,018,844.25
Original Expense Request	\$55,824.55
Additional Voluntary Expense Reduction	\$688.47
Final Expense Request	\$55,136.08
Total Fee and Expense Request	\$1,073,980.33

The Fee Examiner reviewed the December 2013 Invoice of Dentons US LLP (“Dentons”). The Fee Examiner raised several issues in his Preliminary Report, including, but not limited to: (i) why Dentons spent over 300 hours and incurred over \$72,000 in fees in connection with efforts to “catalogue” the Detroit Institute of Arts (“DIA”) art collection; (ii) the use of the Litigation and Mediation fee categories, which the Fee Examiner believes are too generic; and (iii) issues with respect to individual time entries and expenses (including, *e.g.*, insufficient detail about the tasks performed, unreasonable time, incorrect categorization, improper allocation of resources, duplicative time entries, internal inconsistencies, and unreasonable or non-compensable expenses).

Dentons explained that the DIA art collection is perhaps the City’s most valuable asset, and that the Committee believed that the City’s appraisal of the collection was incomplete and had failed to appraise the works acquired in the years between 1920 and 1960. Dentons began cataloguing the art collection for potential analysis by expert witnesses. The Fee Examiner is also aware, after raising the same issue with Brooks Wilkins, that the ownership and value of the

artwork had become a significant issue in the bankruptcy case as part of both the Committee's negotiations with the City over the treatment of the retirees in a plan of adjustment and the financial creditors' view of the true value of the DIA art collection. Based on this explanation, the Fee Examiner believes that the fees charged are reasonable.

Dentons has agreed to reallocate the time entries in the Litigation category according to the substantive task performed to the greatest extent possible. For time entries in the Mediation category, Dentons has agreed to better clarify tasks related to mediation in future invoices (and, it should be noted, has done so). Finally, with respect to individual time entries and expenses, Dentons has either written-off such entry, revised the description, or provided an adequate explanation in response to the Fee Examiner's comments on such entry.

As a result of the response from Dentons, there are no open issues with respect to the December 2013 Invoice.

Respectfully submitted,

Dated: September 18, 2014

By: /s/ Robert M. Fishman
Robert M. Fishman, Fee Examiner

Robert M. Fishman
Shaw Fishman Glantz & Towbin LLC
321 North Clark Street, Suite 800
Chicago, IL 60654
Phone: (312) 541-0151
rfishman@shawfishman.com